

**Fill in this information to identify your case:**

United States Bankruptcy Court for the:

NORTHERN DISTRICT OF TEXAS

Case number (if known)

Chapter **11**☐ Check if this an amended filing

## Official Form 201

**Voluntary Petition for Non-Individuals Filing for Bankruptcy**

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Gigi's Operating II, LLC
  
2. All other names debtor used in the last 8 years  
Include any assumed names, trade names and doing business as names
  
3. Debtor's federal Employer Identification Number (EIN) 82-0668396
  
4. Debtor's address
 

Principal place of business  <u>550 Bailey Avenue, Suite 650</u> <u>Fort Worth, TX 76107</u> Number, Street, City, State & ZIP Code  <u>Tarrant</u> County	Mailing address, if different from principal place of business  <u>P.O. Box 470159</u> <u>Fort Worth, TX 76147</u> P.O. Box, Number, Street, City, State & ZIP Code  Location of principal assets, if different from principal place of business  Number, Street, City, State & ZIP Code
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5. Debtor's website (URL) www.gigiscupcakesusa.com
  
6. Type of debtor
 

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))  
☐ Partnership (excluding LLP)  
☐ Other. Specify:

Debtor **Gigi's Operating II, LLC**  
Name

Case number (if known)

**7. Describe debtor's business** A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

## B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

## C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.

See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.7223**8. Under which chapter of the Bankruptcy Code is the debtor filing?** Check one:

- ☐ Chapter 7
- ☐ Chapter 9
- ☒ Chapter 11. Check all that apply:

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

- ☒ No.
- ☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

**10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?**

- ☐ No
- ☒ Yes.

List all cases. If more than 1, attach a separate list

Debtor	<b>See Attachment</b>	Relationship	_____
District	_____	When	_____
		Case number, if known	_____

Debtor

**Gigi's Operating II, LLC**

Case number (if known)

Name

**11. Why is the case filed in this district?***Check all that apply:*

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

**12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?**☒ No☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.**Why does the property need immediate attention? (Check all that apply.)**☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? \_\_\_\_\_

☐ It needs to be physically secured or protected from the weather.☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).☐ Other \_\_\_\_\_**Where is the property?** \_\_\_\_\_

Number, Street, City, State &amp; ZIP Code

**Is the property insured?**☐ No☐ Yes. Insurance agency \_\_\_\_\_

Contact name \_\_\_\_\_

Phone \_\_\_\_\_

**Statistical and administrative information****13. Debtor's estimation of available funds***Check one:*

- ☐ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

**14. Estimated number of creditors**☒ 1-49☐ 50-99☐ 100-199☐ 200-999☐ 1,000-5,000☐ 5001-10,000☐ 10,001-25,000☐ 25,001-50,000☐ 50,001-100,000☐ More than 100,000**15. Estimated Assets**☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☒ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion**16. Estimated liabilities**☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☒ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion



Debtor

**Gigi's Operating II, LLC**

Name

Case number (if known)

**Request for Relief, Declaration, and Signatures**

**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature  
of authorized  
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

01/04/2019  
MM/DD/YYYY

**X**

[Signature]  
Signature of authorized representative of debtor

**Kyle C. Mann**

Printed name

Title

Gigi's Operating II, LLC

By: Gigi's Operating, LLC, Sole Member

By: KeyCorp, LLC, its Sole Member

By: Kyle C. Mann, Manager

**18. Signature of attorney**

**X**

[Signature]  
Signature of attorney for debtor

Date

01/04/2019  
MM/DD/YYYY

**Michael McConnell 13447300**

Printed name

**Kelly Hart & Hallman LLP**

Firm name

**201 Main Street, Suite 2500**

**Fort Worth, TX 76102**

Number, Street, City, State & ZIP Code

Contact phone **(817) 332-2500**

Email address **michael.mcconnell@kellyhart.com**

**13447300 TX**

Bar number and State



Debtor **Gigi's Operating II, LLC**  
Name

Case number (if known)

**Fill in this information to identify your case:**

United States Bankruptcy Court for the:

NORTHERN DISTRICT OF TEXAS

Case number (if known)

Chapter **11**☐ Check if this an amended filing**FORM 201. VOLUNTARY PETITION****Pending Bankruptcy Cases Attachment**

Debtor	<b>Gatti's Great Pizza, Inc.</b>	Relationship to you	<b>Affiliate</b>
District		When <b>1/04/19</b>	Case number, if known
Debtor	<b>Gigi's Cupcakes, LLC</b>	Relationship to you	<b>Affiliate</b>
District		When <b>1/04/19</b>	Case number, if known
Debtor	<b>Gigi's Operating, LLC</b>	Relationship to you	<b>Affiliate</b>
District		When <b>1/04/19</b>	Case number, if known
Debtor	<b>Mr. Gatti's, LP</b>	Relationship to you	<b>Affiliate</b>
District		When <b>1/04/19</b>	Case number, if known
Debtor	<b>Sovrano, LLC</b>	Relationship to you	<b>Affiliate</b>
District		When <b>1/04/19</b>	Case number, if known

**WRITTEN CONSENT OF SOLE MEMBER  
OF  
GIGI'S OPERATING II, LLC**

**(In Lieu of Special Meeting)**

**Effective as of December 21, 2018**

The undersigned, being the sole member (the "Member") of **Gigi's Operating II, LLC**, a Delaware limited liability company (the "Company"), acting herein pursuant to the provisions of Section 6.201 of the Texas Business Organizations Code, do hereby consent to, authorize and approve the following resolutions in lieu of a special meeting:

**Approval of Bankruptcy Proceedings**

**WHEREAS**, the Member deems it necessary, advisable and in the best interest of the Company that the Company file a voluntary petition seeking relief under Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code"), in which the authority to operate as debtor-in-possession will be sought;

**NOW, THEREFORE, BE IT**

**RESOLVED**, that the filing of a voluntary petition seeking relief under Chapter 11 of Title 11 of the Bankruptcy Code, in which the authority to operate as debtor-in-possession will be sought, be, and it hereby is, authorized in all respects; and

**FURTHER RESOLVED**, that the Member and any officer of the Company be, and each hereby is, appointed as an authorized signatory (collectively, the "Authorized Signatories") of the Company in connection with the Chapter 11 proceedings authorized herein (the "Chapter 11 Case"); and

**FURTHER RESOLVED** that the Authorized Signatories be, and each hereby is, authorized, empowered and directed for, and in the name of, and on behalf of, the Company to execute, deliver and verify or certify a petition under Chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court at such time as the Authorized Signatory executing the same shall determine; and

**FURTHER RESOLVED**, that the Authorized Signatories be, and each hereby is, authorized, empowered and directed for, and in the name of, and on behalf of, the Company to execute, file and/or authorize all petitions, schedules, lists, pleadings and other papers, and any amendments or modifications of the above, and to take any and all actions that the Authorized Signatories may deem necessary, proper or desirable in connection with the Chapter 11 Case; and

**FURTHER RESOLVED**, that the law firm of Kelly Hart & Hallman LLP be, and it hereby is, employed to render legal services to, and to represent the Company in connection with the Chapter 11 Case and any other related matters in connection therewith, on such terms as the Authorized Signatories shall approve; and

**FURTHER RESOLVED**, that an Authorized Signatory be, and each hereby is, authorized, empowered and directed for, and in the name of, and on behalf of, the Company to retain and employ other attorneys, investment bankers, accountants, restructuring professionals, financial advisors, and other professionals to assist in the Company's Chapter 11 Case on such terms as are deemed necessary, proper, or desirable; and

**FURTHER RESOLVED**, that the Authorized Signatories and any employees or agents (including counsel) designated by or directed by the Authorized Signatories be, and each hereby is, authorized, empowered and directed to cause the Company to enter into, execute, deliver, certify, file, record, and perform such agreements, instruments, motions, affidavits, applications for approvals or rulings of governmental or regulatory authorities certificates or other documents, and to take such other actions, as in the judgment of an Authorized Signatory shall be necessary, proper, desirable and consistent with the foregoing resolutions and to carry out and put into effect the purposes of the foregoing resolutions, and the transactions contemplated by these resolutions, their authority thereunto to be evidenced by the taking of such actions; and

**FURTHER RESOLVED**, that the Authorized Signatories be, and each hereby is, authorized, empowered and directed to cause all fees, costs and expenses related to the consummation of the transactions contemplated by the foregoing resolutions, which any of the Authorized Signatories determines to be necessary or appropriate in order to effectuate the general intent of the foregoing resolutions, the payment of such fees, costs and expenses being conclusive evidence of such authority; and

**FURTHER RESOLVED**, that the Authorized Signatories be, and each hereby is, authorized, empowered and directed to execute and deliver any and all documents and instruments deemed necessary or appropriate by the Authorized Signatories, and to take any and all such further action, in the name of and on behalf of the Company, which the Authorized Signatories determine to be necessary or appropriate in order to effectuate the general intent of the foregoing resolutions, the signature of an Authorized Signatory being conclusive evidence of such authority; and

**FURTHER RESOLVED**, that the Authorized Signatories be, and each hereby is, authorized, empowered and directed for, and in the name of, and on behalf of, the Company to amend, supplement, or otherwise modify from time to time the terms of any documents, certificates, instruments, agreements or other writings referred to in the foregoing resolutions; and

**FURTHER RESOLVED**, that any and all actions heretofore or hereafter taken by the Authorized Signatories, employees, or agents (including counsel) of the Company within the terms of the foregoing resolutions be and they are hereby ratified, confirmed, authorized and approved as the act and deed of the Company; and

**FURTHER RESOLVED**, that the Authorized Signatories, be, and each hereby is, authorized and empowered to certify on behalf of the Company, as to all matters pertaining to the acts, transactions or agreements contemplated in any of the foregoing resolutions.

**Original Signature**

A facsimile signature or signature delivered via portable document format (pdf) will be accepted as if it were an original signature.




IN WITNESS WHEREOF, the undersigned Member has executed this Consent to be effective as of the date first written above.

**SOLE MEMBER:**

GIGI'S OPERATING, LLC

By: KeyCorp, LLC, its Sole Member

By:   
\_\_\_\_\_  
Kyle C. Mann  
Manager

**Fill in this information to identify the case:**Debtor name **Gigi's Operating II, LLC**United States Bankruptcy Court for the: **NORTHERN DISTRICT OF TEXAS**

Case number (if known) \_\_\_\_\_

☐ Check if this is an amended filing**Official Form 202****Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**

**Declaration and signature**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule*
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration \_\_\_\_\_

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **01/04/2019**

X

Signature of individual signing on behalf of debtor

**Kyle C. Mann**

Printed name

Position or relationship to debtor

**Gigi's Operating II, LLC**By: **Gigi's Operating, LLC, Sole Member**By: **KeyCorp, LLC, its Sole Member**By: **Kyle C. Mann, Manager**

Fill in this information to identify the case:

Debtor name **Gigi's Operating II, LLC**United States Bankruptcy Court for the: **NORTHERN DISTRICT OF TEXAS**

Case number (if known): \_\_\_\_\_

☐ Check if this is an  
amended filing**Official Form 204****Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
AEP Ohio P.O. Box 24424 Canton, OH 44701		Trade				\$624.00
Alea Properties (USA), LLC 2200 N. Germantown Parkway Suite 7 Memphis, TN 38106		Rent				\$9,000.00
Atmos Energy PO Box 790311 St. Louis, MO 63179-0311		Trade				\$114.00
Columbia Gas of Ohio P.O. Box 742510 Cincinnati, OH 45274		Trade				\$30.00
Dawn Food Products, Inc. 333 Sargent Road Jackson, MI 49201		Trade				\$7,646.00
DecoPac, Inc. Ammacedo SDS 12-0871 3500 Thurston Avenue Anoka, MN 55303		Trade				\$431.00
Delta Promotions 5716 Hickory Plaza Drive Nashville, TN 37211		Trade				\$853.00
FIRST UTILITY DISTRICT OF KNOX COUNTY 122 Durwood Road Knoxville, TN 37922		Trade				\$138.00



Debtor **Gigi's Operating II, LLC**  
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Franchise Payments Network 801 S. Dillard Street Orlando, FL 34787		Trade				\$192.00
HDJ Capital Partners, Ltd. 3065 Mallory Lane Suite 106 Franklin, TN 37067		Rent				\$10,800.00
KNOXVILLE UTILITY BOARD P.O. BOX 59017 KNOXVILLE, TN 37950-9017		Trade				\$247.00
Lawton Commercial Services 1444 N Central Expressway McKinney, TX 75070		Trade				\$353.00
Lenoir City Utilities Board P.O. Box 449 Lenoir City, TN 37771-0449		Trade				\$1,080.00
Olo 26 Broadway New York, NY 10004		Trade				\$351.00
Orkin, LLC 2170 Piedmont Road, NE Atlanta, GA 30324		Trade				\$84.00
Southern Flavoring Company, Inc 1330 Northfolk Avenue Bedford, VA 24523		Trade				\$60.00
SWC Poplar FHI Partners 9077 Poplar Avenue Suite 103 Germantown, TN 38138		Rent				\$8,100.00
Tri-County Electric Cooperative, Inc 600 NW Parkway Azle, TX 76020		Trade				\$441.00
WebstaurantStore 42 Industrial Circle Lancaster, PA 17601		Trade				\$840.00

UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF TEXAS

In Re:

Gigi's Operating II, LLC

Debtor(s)

§  
§  
§  
§  
§  
§  
§

Case No.:

## VERIFICATION OF MAILING LIST

The Debtor(s) certifies that the attached mailing list (*only one option may be selected per form*):

- ☒ is the first mail matrix in this case.
- ☐ adds entities not listed on previously filed mailing list(s).
- ☐ changes or corrects name(s) and address(es) on previously filed mailing list(s).
- ☐ deletes name(s) and address(es) on previously filed mailing list(s).

In accordance with N.D. TX L.B.R. 1007.2, the above named Debtor(s) hereby verifies that the attached list of creditors is true and correct.

Date:

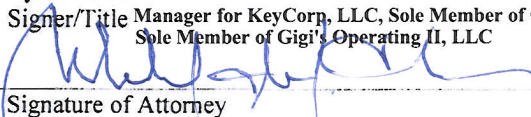
01/04/2019

Date:

01/04/2019

  
 Kyle C. Mann/

 Signer/Title Manager for KeyCorp, LLC, Sole Member of Gigi's Operating, LLC,  
 Sole Member of Gigi's Operating II, LLC

  
 Signature of Attorney

Michael McConnell 13447300

Kelly Hart &amp; Hallman LLP

201 Main Street, Suite 2500

Fort Worth, TX 76102

(817) 332-2500 Fax: (817) 878-9280

82-0668396

Debtor's Social Security/Tax ID No.

Joint Debtor's Social Security/Tax ID No.

AEP Ohio  
P.O. Box 24424  
Canton, OH 44701

Alea Properties (USA), LLC  
2200 N. Germantown Parkway  
Suite 7  
Memphis, TN 38106

Alea Properties (USA), LLC  
2200 N. Germantown Parkway  
Suite 7  
Cordova, TN 38106

Amy A. Parsons  
2547 Boxford Lane  
Cordova, TN 38016

Angela L. Brown  
7788 Alexanders Crossing  
Olive Branch, MS 38654

Angela M. Pizzo  
7037 Ireland Drive  
Cordova, TN 38018

Arthur J. Galagher & Co.  
7 Park Central  
12750 Merit Drive, Suite 1000  
Dallas, TX 75251

Atmos Energy  
PO Box 790311  
St. Louis, MO 63179-0311

Aycox, Jonathan A.  
3844 Kelly Blvd  
Carrollton, TX 75007



Babbs, Stephanie  
1219 Buckhead Trail  
Mount Juliet, TN 37122

Berry, Colin J.  
1100 Horsetail Drive  
Little Elm, TX 75068

Best, Michael F.  
523 Hidden Meadow Drive  
Keller, TX 76248

Brelsford, William G.  
2112 Western Ave  
Fort Worth, TX 75701

Brown, Karen  
833 Edgefield Road  
Fort Worth, TX 76107

Burkett, Mark R.  
7504 Chapin Road, Apt D  
Fort Worth, TX 76116

Carole Elam  
1534 Arbor View Court, #105  
Memphis, TN 38134

Carpenter, Keith W.  
3013 Hillcrest Dr  
Irving, TX 75062

Carr, Jay C.  
3915 Palisade Way  
Snellville, GA 30039

Carter, Kristen A.  
811 May Street  
Apt. 7  
Fort Worth, TX 76104

Columbia Gas of Ohio  
P.O. Box 742510  
Cincinnati, OH 45274

Comptroller of Public Accounts  
Rev. Acct. Div. - Bankr. Section  
P.O. Box 13528  
Austin, TX 78711

Conrad, Karen  
12721 Bella Vino Drive  
Fort Worth, TX 76126

Culbert, Joel  
1116 Springlake Dr  
Dripping Springs, TX 78620

Dawn Food Products, Inc.  
333 Sargent Road  
Jackson, MI 49201

DecoPac, Inc. Ammacedo  
SDS 12-0871  
3500 Thurston Avenue  
Anoka, MN 55303

DeFeo, Jerry  
18 Winding Creek Trail  
Garland, TX 75043

Delta Promotions  
5716 Hickory Plaza Drive  
Nashville, TN 37211

Edmondson, Clifton T.  
508 Terry Lane  
Heath, TX 75032

Emily M. Henson  
459 Mockingbird Lane  
Collierville, TN 38017

FIRST UTILITY DISTRICT OF KNOX COUNTY  
122 Durwood Road  
Knoxville, TN 37922

Fix, Robert F.  
803 E. Bethel School Road  
Coppell, TX 75019

Fleming, Vanessa  
366 W City Dam Rd  
Corbin, KY 40701

Foley, Stacy L.  
2005 Howard Road  
Waxahachie, TX 75165

Fowler, Tamala  
3701 El Campo Avenue  
Fort Worth, TX 76107

Franchise Payments Network  
801 S. Dillard Street  
Orlando, FL 34787

George, Henry C.  
6021 Lantana Lane  
Fort Worth, TX 76112



Gigi's Cupcakes, LLC  
550 Bailey Avenue  
Suite 650  
Fort Worth, TX 76107

Gigi's Operating, LLC  
550 Bailey Avenue  
Suite 650  
Fort Worth, TX 76107

Happy State Bank  
2525 Ridgmar Blvd., Ste. 300  
Fort Worth, TX 76116

HDJ Capital Partners, Ltd  
3065 Mallory Lane  
Suite 106  
Franklin, TN 37067

HDJ Capital Partners, Ltd.  
3065 Mallory Lane  
Suite 106  
Franklin, TN 37067

Internal Revenue Service  
Special Procedures-Insolvency  
P.O. Box 7346  
Philadelphia, PA 19101-7346

Jennifer V. Caldwell  
5208 Summer Wind Lane  
Arlington, TN 38002

Kaminsky, Charles  
5 Chester Downs  
San Antonio, TX 78257

Katarina P. Lewis  
3408 Wolf Shadow Lane  
Memphis, TN 38133

Klinglesmith, Monica  
693 Urton Woods Way  
Louisville, KY 40243

KNOXVILLE UTILITY BOARD  
P.O. BOX 59017  
KNOXVILLE, TN 37950-9017

Kristen Cichon  
120 Joyce Avenue  
Atoka, TN 38004

LaGesse, Mary D.  
P.O. Box 470582  
Fort Worth, TX 76147

Lawton Commercial Services  
1444 N Central Expressway  
McKinney, TX 75070

Lenoir City Utilities Board  
P.O. Box 449  
Lenoir City, TN 37771-0449

Lewis, Mary  
5203 Wimbledon Court  
Arlington, TX 76017

Mann, Kyle C.  
4012 Fairway Court  
Arlington, TX 76013

Medina, Claudia  
6428 Claire Drive  
Apt. 9210  
Fort Worth, TX 76131

Murphy, Kelly  
7929 Stansfield Drive  
Fort Worth, TX 76137

Nancy Johnson  
592 Walston Lane  
Collierville, TN 38017

Ohio Bureau of Workers' Compensation  
P.O. Box 89492  
Cleveland, OH 44101

Olo  
26 Broadway  
New York, NY 10004

Orkin, LLC  
2170 Piedmont Road, NE  
Atlanta, GA 30324

Phillips, Robert J.  
205 North Rivercrest Drive  
Fort Worth, TX 76107

Poates, Michael D.  
8005 Rushing Spring Dr  
No. Richland Hills, TX 76182

Pool, Becky M.  
2683 McClendon Rd  
Weatherford, TX 76088

Priyankee G. Vaidya  
1437 Dexter Lake Dr., Apt. 204  
Cordova, TN 38016

Regions Bank  
Ft. Worth  
3017 W. 7th Street  
Fort Worth, TX 76107

Reichert, Christopher K.  
2541 Windy Pine Lane  
Arlington, TX 76015

Renfrow, Judy  
3637 Pallos Verdas Drive  
Dallas, TX 75229

Robertson, David W.  
1701 Payne st  
Apt. 711  
Dallas, TX 75201

Robertson, Jane  
2379 Joe Brown Road  
Spring Hill, TN 37174

Roney, Nakita  
1232 Kensington Dr.  
DeSoto, TX 75115

Smith, Travis M.  
3217 Tanglewood Trail  
Fort Worth, TX 76109

Southern Flavoring Company, Inc  
1330 Northfolk Avenue  
Bedford, VA 24523

Strother, Jack  
6300 Via Italia Dr  
Flower Mound, TX 75077

SWC Poplar FHI Partners  
9077 Poplar Avenue  
Suite 103  
Germantown, TN 38138

SWC Poplar FHI Partners  
9077 Poplar Avenue  
Suite 103  
Germantown, TN 38138

Texas Workforce Commission  
TEC Building - Bankruptcy  
101 East 15th Street  
Austin, TX 78778

Tri-County Electric Cooperative, Inc  
600 NW Parkway  
Azle, TX 76020

United States Trustee  
Office of the United States Trustee  
1100 Commerce St., Room 976  
Dallas, TX 75242-1699

Vallejo, Elizabeth G.  
6249 Winifred Drive  
Fort Worth, TX 76133

Watson, Boyd  
6551 Malvey Ave  
Fort Worth, TX 76116

WebstaurantStore  
42 Industrial Circle  
Lancaster, PA 17601

Wheat, Debbie S.  
1215 Greenway Drive  
Duncanville, TX 75137



Williams, Robert W.  
2813 Saddle Creek Dr  
Fort Worth, TX 76177

Winter, James R.  
3816 Birchman Ave  
Fort Worth, TX 76107

Winters, Dustin  
10650 Jacksboro Hwy  
Box 5  
Fort Worth, TX 76135

Woodside, Dustin  
6925 Westcreek Drive  
Fort Worth, TX 76133

**United States Bankruptcy Court**  
**Northern District of Texas**

In re Gigi's Operating II, LLC

Debtor(s)

Case No.  
Chapter11


**DECLARATION FOR ELECTRONIC FILING OF BANKRUPTCY  
PETITION, LISTS, STATEMENTS, AND SCHEDULES**

**PART I: DECLARATION OF PETITIONER:**

As an individual debtor in this case, or as the individual authorized to act on behalf of the corporation, partnership, or limited liability company seeking bankruptcy relief in this case, I hereby request relief as, or on behalf of, the debtor in accordance with the chapter of title 11, United States Code, specified in the petition to be filed electronically in this case. I have read the information provided in the petition, lists, statements, and schedules to be filed electronically in this case and ***I hereby declare under penalty of perjury*** that the information provided therein, as well as the social security information disclosed in this document, is true and correct. I understand that this Declaration is to be filed with the Bankruptcy Court within 7 days after the petition, lists, statements, and schedules have been filed electronically. I understand that a failure to file the signed original of this Declaration will result in the dismissal of my case.

- I hereby further declare under penalty of perjury that I have been authorized to file the petition, lists, statements, and schedules on behalf of the debtor in this case.

Date:

01/04/2019
  
 Kyle C. Mann, Gigi's Operating II, LLC

By: Gigi's Operating, LLC, Sole Member

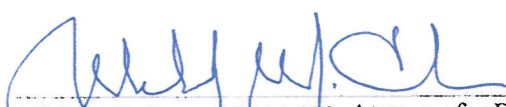
By: KeyCorp, LLC, its Sole Member

By: Kyle C. Mann, Manager

**PART II: DECLARATION OF ATTORNEY:**

I declare ***under penalty of perjury*** that: (1) I will give the debtor(s) a copy of all documents referenced by Part I herein which are filed with the United States Bankruptcy Court; and (2) I have informed the debtor(s), if an individual with primarily consumer debts, that he or she may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter.

Date:

01/04/2019
  
 Michael McConnell 13447300, Attorney for Debtor  
 201 Main Street, Suite 2500  
 Fort Worth, TX 76102  
 (817) 332-2500 Fax: (817) 878-9280

**United States Bankruptcy Court  
Northern District of Texas**

In re **Gigi's Operating II, LLC**

Debtor(s)

Case No.

Chapter **11**

**DECLARATION FOR ELECTRONIC FILING OF  
BANKRUPTCY PETITION AND MASTER MAILING LIST (MATRIX)**

**PART I: DECLARATION OF PETITIONER:**

As an individual debtor in this case, or as the individual authorized to act on behalf of the corporation, partnership, or limited liability company seeking bankruptcy relief in this case, I hereby request relief as, or on behalf of, the debtor in accordance with the chapter of title 11, United States Code, specified in the petition to be filed electronically in this case. I have read the information provided in the petition and in the lists of creditors to be filed electronically in this case and ***I hereby declare under penalty of perjury*** that the information provided therein, as well as the social security information disclosed in this document, is true and correct. I understand that this Declaration is to be filed with the Bankruptcy Court within 7 days after the petition and lists of creditors have been filed electronically. I understand that a failure to file the signed original of this Declaration will result in the dismissal of my case.

- I hereby further declare under penalty of perjury that I have been authorized to file the petition and lists of creditors on behalf of the debtor in this case.

Date: 01/04/2019
  
**Kyle C. Mann, Gigi's Operating II, LLC**

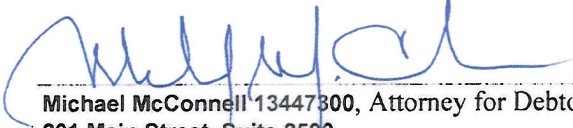
By: Gigi's Operating, LLC, Sole Member

By: KeyCorp, LLC, its Sole Member

By: Kyle C. Mann, Manager

**PART II: DECLARATION OF ATTORNEY:**

I declare ***under penalty of perjury*** that: (1) I will give the debtor(s) a copy of all documents referenced by Part I herein which are filed with the United States Bankruptcy Court; and (2) I have informed the debtor(s), if an individual with primarily consumer debts, that he or she may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter.

Date: 01/04/2019
  
**Michael McConnell 13447300, Attorney for Debtor**  
**201 Main Street, Suite 2500**  
**Fort Worth, TX 76102**  
**(817) 332-2500 Fax: (817) 878-9280**

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 Telephone: 817/332-2500  
 Telecopy: 817/878-9774

*Proposed Counsel for Debtors*

IN THE UNITED STATES BANKRUPTCY COURT  
 FOR THE NORTHERN DISTRICT OF TEXAS  
 FORT WORTH DIVISION

IN RE:	§	
	§	
SOVRANO, LLC,	§	CASE NO. 19-xxxxxx-11
MR. GATTI'S, LP,	§	CASE NO. 19-xxxxxx-11
GATTI'S GREAT PIZZA, INC.,	§	CASE NO. 19-xxxxxx-11
GIGI'S CUPCAKES, LLC,	§	CASE NO. 19-xxxxxx-11
GIGI'S OPERATING, LLC,	§	CASE NO. 19-xxxxxx-11
GIGI'S OPERATING II, LLC, <sup>1</sup>	§	CASE NO. 19-xxxxxx-11
	§	
Debtors.	§	<b>(Joint Administration Requested)</b>
	§	
	§	

**CONSOLIDATED CORPORATE OWNERSHIP STATEMENT**

Pursuant to Federal Rules of Bankruptcy Procedures 1007(a)(1) and 7007.1, Sovrano, LLC, a Delaware corporation, and its affiliated debtors and debtors-in-possession (each, a "Debtor"), hereby state as follows:

1. There is no corporation that owns, directly or indirectly, 10% or more of any class of the equity interests in Debtor Sovrano, LLC.

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sovrano, LLC (1470); Mr. Gatti's, LP (0879); Gatti's Great Pizza, Inc. (6061); Gigi's Cupcakes, LLC (8356); Gigi's Operating, LLC (0621); and Gigi's Operating II, LLC (8396).



2. GGP Operations, LLC, a non-debtor entity, owns 100% of Gatti's Great Pizza, Inc.
3. KeyCorp, LLC, a non-debtor entity, owns 100% of Debtor Gigi's Cupcakes, LLC.
4. KeyCorp, LLC, a non-debtor entity, owns 100% of Debtor Gigi's Operating, LLC.
5. Gigi's Operating, LLC owns 100% of Debtor Gigi's Operating II, LLC.

Respectfully submitted,

By: /s/ Michael A. McConnell  
Michael McConnell  
Texas Bar I.D. 13447300  
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